

**Agendum
Oakland University
Board of Trustees Special Formal Session
July 7, 2015**

**RESOLUTION SUPPORTING THAT ONLY FORMAL SESSIONS
OF THE OAKLAND UNIVERSITY BOARD OF TRUSTEES
BE OPEN TO THE PUBLIC**

A Recommendation

1. **Division and Department:** Board of Trustees
2. **Introduction:** House Joint Resolution "O" was submitted in June seeking to amend Section 4 of Article VIII of the State Constitution of 1963 by adding language specifying that "meetings" (not just "formal sessions") of the governing boards of Michigan's institutions of higher education are open to the public. Currently, Section 4 reads, in part: "...Formal sessions of governing boards of such [higher education] institutions shall be open to the public." House Joint Resolution O would amend this to read: "Meetings of governing boards of these educational institutions shall be open to the public, as provided by law." [Underlined portions indicate proposed new language.]

If both the House and Senate approve the resolution by at least a two-thirds vote at least 60 days before the date of a general election, it would then be placed on the ballot at that general election for voter approval or rejection. Otherwise, it would be placed on the ballot at the next general election. A general election is defined by Michigan Election Law as the November election that takes place in an even-numbered year. If approved by a majority of those voting, it would become part of the constitution at the end of 45 days after the date of the election at which it was approved.

3. **Previous Board Action:** None
4. **Budget Implications:** None
5. **Educational Implications:** Maintaining the status quo that permits the Oakland University Board of Trustees (Board) to hold private informal meetings allows the Board to exercise its fiduciary duty to govern Oakland University effectively, in the best interests of Oakland University, its students, and the citizens of the State of Michigan.
6. **Personnel Implications:** None
7. **University Reviews/Approvals:** This Resolution was reviewed and approved by the Chair of the Board.

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8. Recommendation:

WHEREAS, the Michigan Constitution entrusts the Oakland University Board of Trustees with the vitally important and complex task of overseeing Oakland University's affairs; and

WHEREAS, the Michigan Constitution requires that formal sessions of the Oakland University Board of Trustees (Board) be open to the public; and

WHEREAS, in fulfilling its mission, the Board regularly meets in formal sessions open to the public to conduct final discussions and take action on matters regarding University policy and operations; and

WHEREAS, the Board has faithfully discharged its obligation under the Michigan Constitution to make its formal sessions open to the public; the schedule of the Board's formal sessions is published on the Board's website and notice is given by other means reasonably calculated to inform members of the public of the time and place of Board formal sessions; the Board allows members of the public to address the Board on any matter at formal sessions; and minutes of the Board's formal sessions dating back to 1957 are available online; and

WHEREAS, in fulfilling its mission, the Board encounters many issues that need to be discussed, at least in part, out of the public's view to encourage the candid and free exchange of views or to protect sensitive and competitive information; and therefore, the Board also regularly meets in private informal meetings during which the Board does not vote or make final decisions reserved for formal sessions; and

WHEREAS, the Michigan Constitution confers upon the Board a unique constitutional status; the highest form of juristic person known to the law, a constitutional corporation of independent authority, which, within the scope of its functions, has absolute control over the general supervision of the University and the control and direction of all expenditures from the University's funds; and

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WHEREAS, a requirement that the Board cannot meet in private informal meetings would have a deleterious effect on the Board's ability to provide effective governance to Oakland University; shifting the power of the Board to exercise its governance responsibilities to Oakland University's administration that has no such delineating requirement, and constraining the Board's ability to exercise its fiduciary duty in the best interests of Oakland University, its students, and the citizens of the State of Michigan; now, therefore, be it

RESOLVED, that the Board support the status quo as it best serves all concerned, and does not support any requirement that the Board cannot meet in private informal meetings; and be it

FURTHER RESOLVED, that the Board will continue to faithfully discharge its obligation under the Michigan Constitution to make its formal sessions open to the public.

9. **Attachments:** None

Submitted to the Board of Trustees on
July 7, 2015 by

Mark E. Schlusel
Chair of the Board